

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

	:	Chapter 11
In re:	:	Case No. 01-1139 (JKF)
	:	Jointly Administered
W.R. GRACE & CO., <i>et al.</i> ,	:	Hearing: Sept. 8, 2009, at 11:00 a.m., EDT
	:	Related No. 21544
Debtors-in-possession.	:	
	:	

**FINAL LIST OF WITNESSES
THAT THE OFFICIAL COMMITTEE OF ASBESTOS
PERSONAL INJURY CLAIMANTS AND THE ASBESTOS
PI FUTURE CLAIMANTS REPRESENTATIVE INTEND
TO CALL AT THE PHASE II CONFIRMATION HEARING**

Pursuant to the Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization (“**CMO**”), dated May 5, 2009, the Official Committee of Asbestos Personal Injury Claimants (“**ACC**”) and David T. Austern, in his capacity as the Asbestos PI Future Claimants Representative (“**FCR**”), hereby identify the following witnesses that they expect to call during the Plan Proponents’ case-in-chief at the Phase II Confirmation Hearing.¹ The identification of any individual on this list does not necessarily mean that the ACC or the FCR will in fact offer testimony from that particular witness. This list is intended to be a good-faith effort to identify those persons whom the ACC or the FCR will actually call as a witness at such Confirmation Hearing. All of the persons identified by name below may be called to testify, *inter alia*, with respect to “Libby issues” (as such term is used in paragraph 6 of the CMO) and other issues.

The following witnesses are listed in alphabetical order, first the fact witnesses, then the experts:

¹ Unless otherwise defined herein, all capitalized terms have the meanings given to them in the First Amended Joint Plan of Reorganization, dated February 27, 2009.

<u>FACT WITNESSES</u>
David T. Austern
Jay Hughes
Elihu Inselbuch
Jeffrey M. Posner
Dayton L. Prouty, Jr. (by deposition)
Witness who is an employee or agent of the Debtors necessary to lay the foundation for the admissibility of Grace business records, if necessary

<u>EXPERT WITNESSES</u>
Arthur L. Frank, M.D., Ph.D.
Gary K. Friedman, M.D.
Samuel P. Hammar, M.D., F.C.C.P.
William E. Longo, Ph.D.
Mark A. Peterson, Ph.D.
Gail D. Stockman, M.D., Ph.D.
Laura S. Welch, M.D.

The ACC and the FCR each reserve their right to call any witness identified on any other Plan Proponent's or Plan objector's witness disclosure list. In addition, the ACC and the FCR each reserve the right to call any witness needed for impeachment or rebuttal purposes. If any Plan objector refuses to stipulate to the authenticity of any of the Plan Proponents' trial exhibits, or that an exhibit that qualifies as a business record within the meaning of Federal Rule of Evidence 803(6) is in fact a business record, the ACC and the FCR each reserve the right to call an appropriate custodian of records to lay a foundation to establish the authenticity and admissibility of a particular document.

Dated: June 15, 2009

Respectfully submitted,

CAMPBELL & LEVINE, LLC

/s/ Mark T. Hurford

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--and--

PHILLIPS, GOLDMAN & SPENCE, P.A.


A handwritten signature in cursive script, appearing to read "Jack C. Phillips, Jr.", is written over a horizontal line.

Jack C. Phillips, Jr. (DE No. 116)

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